SEC 1972 (6-

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently

02) valid OMB control number.





OMB APPROVAL

OMB Number: 3235-0076

Expires: May 31, 2005

Estimated average burden hours per response... 1

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption state exemption unless such exemption is predicated on the filing of a federal notice.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

SEC USE ONLY								
Prefix	Serial							
DAT	E RECEIVED							

Name of Offering ([-] check if this is	s an amendme	ent and name	has changed, ar	nd indicate change	e:)
Meteoric, L.P.					
Filing Under (Check box(es) that apply):	[] <u>Rule 504</u>	[] <u>Rule 505</u>	[x.] <u>Rule 506</u>	[] Section 4(6)	[]ULOE
Type of Filing: [] New Filing [>	(] Amendmen	t			



POM

A. BASIC IDENTIFICATION DATA

CENEDAL INSTRUCTIONS			****	
Jurisdiction of Incorporation or CA		ter two-letter U.S. Postal S anada; FN for other foreig		ation for State;
Actual or Estimated Date of Inc Organization:	corporation or	[0]6] [9]0]	[x]Actu	ıal [] Estimated
		Month Year		
[] business trust	[] limited part	tnership, to be formed		
[] corporation	[x] limited pa	rtnership, already formed	[] other	(please specify);
Type of Business Organization				
Private open-end mutual fund	apidosel (Mostlikalikalikalikalikalikalikalikalikalika		***************************************	
Brief Description of Business				
Address of Principal Business Number (Including Area Code) (if different from Executive Offi	•	nber and Street, City, Stat	e, Zip Code)	Telephone
23805 Stuart Ranch Road, Su (310) 456-8100	ite 105, Malibu CA	A 90265		
Address of Executive Offices (Including Area Code)	(Number and Si	treet, City, State, Zip Code	e) Telephor	ne Number
Meteoric, L.P.				
Name of Issuer ([] check if the	his is an amendm	ent and name has change	d, and indicate	change.)
1. Enter the information reque	sted about the iss	uer	nt charles a t erm is a major de properties de la la company a susse de la company de	
		and the second s		

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix in the notice constitutes a part of this notice and must be completed.

A. BASIC IDENTIFICATION DATA

- 2. Enter the information requested for the following:
 - Each promoter of the issuer, if the issuer has been organized within the past five years;
 - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
 - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
 - · Each general and managing partner of partnership issuers.

Check Box(es) that Apply:	[] Promoter [] Beneficial Owner	[]	Executive Officer	[]	Director (x	General and/o Managing Partner
Full Name (Last nan	ne first, if individu	ual)	g				
Guild Investment Ma	anagement, Inc.						
Business or Residen	nce Address (Nu	mber and Street	, City,	State, Zip Co	de)		,
23805 Stuart Ranch	Road, Suite 105	5, Malibu CA 902	65				
Check Box(es) that Apply:	[] Promoter [] Beneficial Owner	[:]	Executive Officer	[×]	Director []	General and/or Managing Partner
Full Name (Last nam	ne first, if individu	ıal)		ayana jaran masa masa masa da da da da da aya da da Ayannin aya aya aya a	······································	*******************************	
Guild, Montague							
Business or Residen	ce Address (Nur	mber and Street	City,	State, Zip Co	đe)		
23805 Stuart Ranch	Road, Suite 105	, Malibu CA 902	65				

Check Box(es) that Apply:	[] Promoter [] Beneficial Owner	[x] Executive Officer	[x] Director [) General and/ Managing Partner
Full Name (Last nar	ne first, if individual)	(Alberta) en	e weer with the second of the second to the	en en fan de service de la companya
Danaher, Anthony				
Business or Resider	nce Address (Number and St	reet, City, State, Zip C	ode)	, , , , , , , , , , , , , , , , , , , ,
23805 Stuart Ranch	Road, Suite 105, Malibu CA	90265		
Check Box(es) that Apply:	[] Promoter [] Beneficia Owner	l [] Executive Officer	[] Director []	General and/o Managing Partner
Full Name (Last nam	ne first, if individual)			
Business or Residen	ce Address (Number and Str	eet, City, State, Zip Co	ode)	
Check Box(es) that Apply:	[] Promoter [] Beneficial Owner	[] Executive Officer	[] Director []	General and/or Managing Partner
Full Name (Last nam	e first, if individual)			
Business or Residen	ce Address (Number and Str	eet, City, State, Zip Co	ode)	
Check Box(es) that Apply:	[] Promoter [] Beneficial Owner	[] Executive Officer	[] Director []	General and/or Managing Partner
Full Name (Last nam	e first, if individual)	***************************************		
Business or Residen	ce Address (Number and Str	eet, City, State, Zip Co	de)	
Check Box(es) that Apply:	[] Promoter [] Beneficial Owner	[] Executive Officer		General and/or Managing Partner
Full Name (Last nam	e first, if individual)			
Business or Residence	ce Address (Number and Stre	eet, City, State, Zip Co	de)	
(Use blank	sheet, or copy and use ad	ditional copies of this	s sheet, as necess	ary.)
99 - C.C. companyas, i in fano (B. INFORMATIO	N ABOUT OFFERING	}	**************************************
Has the issuer sold ffering?	l, or does the issuer intend to	sell, to non-accredited	finvestors in this	Yes No

Answer also in Appendix, Column 2, if filing under ULOE.

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3. Do	es the o	ffering p	permit jo	int owne	ership of	a single	unit?	******	34 % P P W P P P P P P P P	,		Yes [x	No [
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Name	of Asso	ciated B	roker or	Dealer		 							******
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States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

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************	C. OFF	ERING	PRICE,	NUMBE	R OF IN	IVESTO	RS, EXP	ENSES	AND US	E OF PR	OCEED	S
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	Total	**********		******		•#*••**	*******	•	\$ unlimit	ed	\$ 12,3	71,447
	Answer	also in	Append	ix, Colur	nn 3, if f	iling und	er ULOE	•				
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offering	tion requ s of the	rested for	or all sed dicated,	curities s the twel	iold by th ve (12) r	ne issuer months p	nter the , to date, irior to the pe listed	e first				

6

C-Question 1.

Type of offering	Type of Security	Dollar Amount Sold
Rule 505		\$
Regulation A		•
Rule 504		\$
Total		0
4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees Printing and Engraving Costs Legal Fees Accounting Fees Engineering Fees Sales Commissions (specify finders' fees separately) Other Expenses (identify) General Partner administrative fee Total * Expenses are paid by the General Partner. Limited Partners pay their investment per annum to cover all expenses in connection we	[] [] [] [] [] [] [] [] [] [] [] [] [] [\$ \$ \$ \$ \$ \$_123,714* \$ 123,714
b. Enter the difference between the aggregate offering price given in resp C - Question 1 and total expenses furnished in response to Part C - Question 1 and total expenses furnished in response furnish	onse to Part tion 4.a. This	\$ 12,247,733**
**Difference is 1% of funds raised .99% of funds raised will be adjusted groceeds.	ross	
5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjust gross proceeds to the issuer set forth in response to Part C - Question 4.5 above.	nt e ed	
	Payments to Officers, Directors, & Affiliates	Payments To
Salaries and fees	[]\$	f 1
Purchase of real estate	[]\$	r 1
Purchase, rental or leasing and installation of machinery and equipment	[]\$	

Construction or leasing of plant bu	illdings and facilities	[]\$	[]							
Acquisition of other businesses (in securities involved in this offering exchange for the assets or securi pursuant to a merger)	that may be used in ties of another issuer	[]\$	<u>[]</u>							
Repayment of indebtedness		[]\$	[] \$							
Working capital		[]\$	[]							
Other (specify): Investment Funds	3	[] \$	[x] \$12,247,733							
		\$	[]\$							
Column Totals	374171111117111111111111111111111111111	[] \$	M \$12,247,733							
Total Payments Listed (column total	S\$ Total Payments Listed (column totals added)									
	D. FEDERAL SIGNATURE									
to the U.S. Securities and Exchange Co furnished by the Issuer to any non-accre Issuer (Print or Type)		raph (b)(2) of <u>Ru</u> Date	le 502.							
Meteoric, L.P.	Angel Comment		2/13/06							
F	tle of Signer (Print or Type) President – Guild Investment Mai Partner of Meteoric, L.P.	nagement, Inc., (General							
	ATTENTION									
Intentional misstatements or omis	sions of fact constitute federa U.S.C. 1001.)	l criminal violat	ions. (See 18							
ud Printer a gas und described de mans de plateir en en en describen grande Printe des public de volument de p Transporte de la companya de la comp	E. STATE SIGNATURE	And a Annual construction and the Annual	- And the state of							
 Is any party described in 17 CFR 230. provisions of such rule? 	262 presently subject to any of the	ne disqualification	Yes No							
See Appe	ndix, Column 5, for state respon	se.								

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239,500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.

4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type)	Signature	Date					
Meteoric, L.P.							
Name of Signer (Print or Type)	Title (Print or Type)						
· · · · · · · · · · · · · · · · · · ·	President – Guild Investment Management, Inc., General						
Anthony R. Danaher	Partner of Meteoric, L.P.	Programment in the second seco					

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be pinotocopies of the manually signed copy or bear typed or printed signatures.

Meteoric, L.P.

APPENDIX

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State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount		No	
AL	X		LP Interest	1	507,513				x	
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